IN THE HIGH COURT OF JUDICATURE AT BOMBAY

O.O.C.J.

COMPANY PETITION NO.137 OF 2007

In the matter of the Scheme of Amalgamation of Reliance Infoinvestments Ltd.
With
Reliance Communications Infrastructure Ltd.

Reliance Infoinvestments Ltd. ... Petitioner.

....

Mr. Rajesh Shah for the Petitioner.
Mr. C.J. Joy, Regional Director.
Mrs. K.V. Gautam, Dy. O.L.

....

CORAM : DR. D.Y.CHANDRACHUD,J.

21st April 2007.

P.C. :

. The sanction of the Court is sought to a Scheme of Amalgamation under Sections 391 and 394 of the Companies Act, 1956. This Company Petition is by the Transferor. The Transferor is a wholly owned subsidiary of the Transferee.

2. The Court has been informed that the meetings of both the Transferor and the Transferee were dispensed with since : (i) All the equity

shareholders have given their consents; (ii) There are no secured creditors; and (iii) An undertaking was furnished to give individual notices to the unsecured creditors which have been furnished.

3. Under the Scheme all the assets and liabilities of the Transferor are vested in the Transferee. The Regional Director states through Counsel that all the requisitions of the Regional Director have been duly complied with and that the scheme as proposed is not contrary to the public interest or prejudicial to the interest of the share holders or creditors.

4. There is no objection to the Scheme and hence, since all the requisite statutory compliances have been fulfilled, the Company Petition is accordingly made absolute in terms of prayer clauses (a) to (c).

5. The Petitioner to pay costs of Rs.2500/- to the Ministry of Law and Justice and Official Liquidator.

6. Filing and issuance of drawn up order is dispensed with. All authorities concerned to act on an authenticated copy of order and Scheme annexed to the Petition issued by the Office of this Court.